

MAR 19 '13 -5 03 PM

SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

Tel 847.318.7575
Fax 847 318 7588
www.firstunionrail.com

Via Fed Ex Overnight

March 15, 2013

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Re: Documents for Rail Recordation

Re: Memorandum of Lease Agreement

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated December 4, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Surface Transportation Board under primary Recordation Number 25797.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 N River Road, Suite 5000
Rosemont, IL 60018

Lessee: Heritage Plastics, Inc
1002 Hunt Street
Picayune, MS 39466

A description of the railroad equipment covered by the enclosed document is for four (4) hopper cars having FURX marks (see Exhibit A for car numbers).


A short summary of the document to appear in the index follows.

Memorandum of Lease

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne
Senior Documentation Specialist

Enclosures

(HICPL017)

ASSGN. NO.: HEP1017

MAR 19 '13 -5 03 PM

MEMORANDUM OF LEASE

4th THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 4th day of December, 2012, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Heritage Plastics, Inc ("Lessee"), a Mississippi corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of June 16, 2005, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 17 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of December 4, 2012, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

By [Signature]

Name: JOHN J. THOMAS
PRESIDENT

ATTEST:

By: Susan Grakulsky

Title: _____

Name: SUSAN GRAKULSKY
Title: ASSISTANT DIRECTOR OF DOCUMENTATION

Executed on this 4th day of December, 2012.

[CORPORATE SEAL]

STATE OF Illinois

COUNTY OF Cook

I, Janica L. Enolia, a Notary Public of the County and State aforesaid, certify that John J. Thomas personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease

WITNESS my hand and official stamp or seal, this 4th day of December, 2012

Janica L. Enolia
Notary Public

My Commission Expires:

8-2-2014
(Notary Public)

LESSEE:

HERITAGE PLASTICS, INC.

ATTEST:

By [Signature]

Name Shane L. Nicholson

Title Director of Procurement

By MARY B. LLOYD

Name: Mary B. Lloyd

Title: Accounting

Executed on this 30th day of November, 2012.

[CORPORATE SEAL]

STATE OF Mississippi

COUNTY OF Pearl River

I, Karen Hall, a Notary Public of the County and State aforesaid, certify that Shane Nicholson personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease

WITNESS my hand and official stamp or seal, this 30th day of November, 2012

Commission Expires.

Jan 28, 2013
(Notary Public)



[Signature]
Notary Public

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS	Four (4)
DESCRIPTION OF CARS:	Covered Hopper Cars
CAR NUMBERS.	FURX 878115
	FURX 878117
	FURX 878123
	FURX 878126